

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,)	Chapter 11
Debtors.)	Case No. 18-23538 (RDD)
)	(Jointly Administered)
)	

**ORDER GRANTING APPLICATION OF NEW YORK STATE ELECTRIC AND
GAS CORPORATION PURSUANT TO SECTION 7 OF THE ORDER (I)
APPROVING DEBTORS' PROPOSED FORM OF ADEQUATE ASSURANCE OF
PAYMENT TO UTILITY PROVIDERS, (II) ESTABLISHING PROCEDURES
FOR DETERMINING ADEQUATE ASSURANCE OF PAYMENT FOR FUTURE
UTILITY SERVICES, AND (III) PROHIBITING UTILITY PROVIDERS FROM
ALTERING, REFUSING, OR DISCONTINUING UTILITY SERVICE [DOCKET
NO. 461] FOR PAYMENT FROM THE ADEQUATE ASSURANCE ACCOUNT**

UPON CONSIDERATION of the *Application of New York State Electric and Gas Corporation Pursuant to Section 7 of the Order (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Providers, (II) Establishing Procedures for Determining Adequate Assurance of Payment for Future Utility Services, and (III) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Utility Service [Docket No. 461] for Payment from the Adequate Assurance Account* (the "Application") filed on behalf of New York State Electric and Gas Corporation, and it appearing that the Court has jurisdiction to consider the Application; and it appearing that due notice of the Application thereto has been given and that no further notice need be given; and a hearing on the Application thereto having been held on May 21, 2019, at which time all interested parties were given an opportunity to be heard; and based upon the Application and the proceedings before the Court; and good and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Application is GRANTED in all respects.
2. The Debtors are required to tender payment to New York State Electric and Gas Corporation in the amount of \$40,970 from the Adequate Assurance Account for past due post-petition invoices.
3. The Debtors are required to tender an additional payment of \$28,824.24 to cover the balance of the \$69,794.25 in past due charges not covered by the purportedly two week amount in the Adequate Assurance Account.

Dated: _____, 2019

United States Bankruptcy Judge